

**MINUTES
OF SPECIAL COUNCIL MEETING
CITY OF GULF SHORES, ALABAMA
APRIL 15, 2013
3:00 p.m.**

The City Council of the City of Gulf Shores, Alabama, met in special session on April 15, 2013. Mayor Craft called the meeting to order at 3:00 p.m.

Upon roll call, the following officials answered "present." Councilman Garris, Doughty, Harris, Dyken, Jones and Mayor Craft. Mayor Craft declared a quorum present.

The Mayor stated that due notice of the time, place and purpose of this meeting had been given to all members of the City Council and that each member had signed the acceptance of service of said notice, waiving all irregularities, if any, in said notice. The notice and acceptance of service and waiver signed by each member was ordered inserted in the minutes of this meeting at the end thereof.

Mayor Craft stated for the record, Our Attorney has requested a meeting of the members of the City Council for the purpose of going into Executive Session to discuss with Counsel the legal ramifications of and legal options for pending litigation and controversies not yet being litigated but imminently likely to be litigated or imminently likely to be litigated if the governmental body pursues a proposed course of action.

To the extent that the Council will desire to discuss with our attorney such legal ramifications and legal options, an executive session is authorized under the exception provided under Section 36-25A-7(3) of the Alabama Code. The letter from our Attorney constitutes his written opinion as an attorney licensed to practice law in Alabama that Section 36-25A-7(3) of the Act is applicable to such an attorney-client discussion and will be made a permanent part of the minutes of this meeting.

Whereupon, a motion was made by Councilman Harris for the Council to go into Executive Session to discuss with Counsel the legal ramifications of and legal options for pending litigation and controversies not yet being litigated but imminently likely to be litigated or imminently likely to be litigated if the governmental body pursues a proposed course of action. Said motion was seconded by Councilman Jones.

The Mayor directed the City Clerk to enter said motion and purpose into the minutes of the meeting and called for a vote on said motion in regard to the Executive Session as follows: Councilman Garris, "aye", Councilman Doughty, "aye", Councilman Harris "aye", Councilman Dyken, "aye", Councilman Jones, "aye", and Mayor Craft, "aye".

The Mayor declared that a majority of the votes of those officials present being in favor of the motion, that such motion had therefore passed and Council would forthwith recess into Executive Session for the purpose as stated in said motion and no other purpose, in accordance with the Act and reconvene in approximately one hour at which time a formal Council action may be required.

Council convened in Executive Session at 3:01 p.m.

The Council recessed the Executive Session at 3:45 p.m. and reconvened the Special Meeting.

Councilman Jones introduced and moved for the adoption of the following Resolution:

RESOLUTION NO. 5223-13

**A RESOLUTION
AUTHORIZING THE MAYOR TO ENTER INTO A
SETTLEMENT AGREEMENT RELATIVE TO THE
PICKARD - BOLTZ CASES
UPON SUCH TERMS AS THE MAYOR DETERMINES
APPROPRIATE TO RESOLVE REMAINING LITIGATION
ISSUES SUBJECT TO A PAYMENT BY THE CITY
NOT EXCEEDING \$350,000.00**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF SHORES, ALABAMA, WHILE IN SPECIAL SESSION ON APRIL 15, 2013, as follows:

Section 1. That the Mayor of the City of Gulf Shores be and he is hereby authorized to enter into a settlement agreement upon such terms as the Mayor determines to be appropriate to resolve and settle the remaining issues under litigation or subject to appeal in the Pickard-Boltz cases, with the limitation of any direct payment by the City to an amount not to exceed \$350,000.00, and is further authorized to execute any documents necessary to accomplish such settlement review by the City Attorney.

Section 2. That this Resolution shall become effective upon its adoption.

The motion for the adoption of Resolution No. 5223-13 was seconded by Councilman Harris; was regularly put; was discussed and considered in full by the Council; and upon the question, the vote thereon was as follows: Councilman Garris, "aye", Councilman Doughty, "aye", Councilman Harris, "aye", Councilman Dyken, "aye", Councilman Jones, "aye" and Mayor Craft, "aye". Whereupon, Mayor Craft declared Resolution No. 5223-13 duly and legally adopted.

Councilman Jones introduced and moved for the adoption of the following Resolution:

RESOLUTION NO. 5224-13

**A RESOLUTION
AUTHORIZING AND DIRECTING THE
MAYOR TO EXECUTE A
NON-BINDING LETTER OF INTENT TO
ACME MANAGEMENT GROUP, LLC AS IT
PERTAINS TO DEVELOPMENT OF PUBLIC PARKING
WITHIN THE WATERWAY VILLAGE OVERLAY DISTRICT**

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF GULF SHORES, ALABAMA, WHILE IN SPECIAL SESSION ON APRIL 15, 2013, as follows:

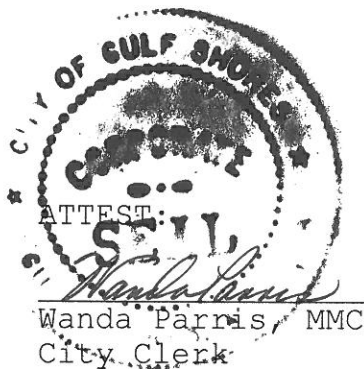
Section 1. That the Mayor is hereby authorized and directed to execute a non-binding letter of intent between the City of Gulf Shores and Acme Management Group, LLC as it pertains to development of public parking within the Waterway Village Overlay District; in substantially the form presented to Council this date.

Section 2. That this Resolution shall become effective upon its adoption.

The motion for the adoption of Resolution No. 5224-13 was seconded by Councilman Dyken; was regularly put; was discussed and considered in full by the Council; and upon the question, the vote thereon was as follows: Councilman Garris, "aye", Councilman Doughty, "aye", Councilman Harris, "aye", Councilman Dyken, "aye", Councilman Jones, "aye" and Mayor Craft, "aye". Whereupon, Mayor Craft declared Resolution No. 5224-13 duly and legally adopted.

There being no further business to come before the Council, Councilman Jones moved to adjourn; seconded by Councilman Harris; and the vote of those officials present was unanimously in favor of the motion.

Mayor Craft declared the meeting adjourned at 3:50 p.m.




Robert Craft, Mayor

NOTICE OF SPECIAL MEETING

TO: Council Members
City of Gulf Shores, Alabama

This notice is hereby given that a Special Meeting of the City Council of the City of Gulf Shores, Alabama will be held in the Executive Conference Room in the Erie Hall Meyer Annex Building at 3:00 p.m., on the 15th day of April, 2013, for the purpose of going into executive session to discuss with Counsel the legal ramifications of and legal options for pending litigation and controversies not yet being litigated but imminently likely to be litigated or imminently likely to be litigated if the governmental body pursues a proposed course of action; and for the transaction of any and all other business that may come before Council at said meeting.

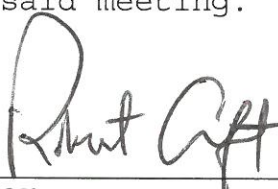
Dated this 12th day of April, 2013.



Robert Craft
Mayor

CONSENT TO SPECIAL MEETING

We, the undersigned Mayor and Council Members of the City of Gulf Shores, Alabama, hereby acknowledge and accept service of Notice of Special Meeting of the City Council of said City, and acknowledge having received such Notice in ample time to attend such Special Meeting, and waive any and all irregularities in such notice and service thereof and any and all other or further notice and consent, and agree that said City Council shall meet at the time and place therein named and for the purpose therein stated, and for the transaction of any and all other business that may come before the Council at said meeting.

Dated this 12th day of April, 2013.


Mayor


Mayor Pro Tempore


Councilman


Councilman


Councilman


Councilman

April 15 2013

Honorable Robert Craft
Mayor
City of Gulf Shores, Alabama

Re: Meeting of Members of City Council To Discuss With Counsel Pending Litigation
And Controversies Not Yet Being Litigated But Imminently Likely To Be Litigated If
The City Pursues A Proposed Course of Action

Dear Mayor Craft:

This will confirm that as attorney for The City of Gulf Shores, I have requested a meeting of the members of the City Council to discuss with me the legal ramifications of, and legal options for pending litigation and for controversies not yet being litigated but imminently likely to be litigated if the City pursues a proposed course of action. To the extent that the Council will desire to discuss with me such legal ramifications and legal options, an executive session is authorized under the exception provided under Section 7(a)(3) of the Alabama Open Meetings Act (Ala. Code § 36-25A-7), and this letter constitutes my written opinion as an attorney licensed to practice law in Alabama that Section 7(a)(3) of the Act is applicable to such an attorney-client discussion.

The Office of the General Counsel of the Alabama State Bar has previously issued a formal opinion addressing the professional obligation of an attorney representing a governmental body: "[I]f an attorney representing a public entity that comes within the scope of this [Open Meetings] statute makes a good faith professional judgment that a meeting with his client is for the purpose of imparting legal advice and discussing strategy concerning pending litigation, contemplated litigation or other purely legal matter, the attorney would not be guilty of violating any of the provisions of the Code of Professional Responsibility of the Alabama State Bar by insisting that the meeting be held in closed or executive session and if the attorney is of the opinion that it would be detrimental to the best interest of his client to allow public access to the meeting, he would be guilty of a violation of the Code of Professional Responsibility should he not insist upon a closed or executive meeting." OGC Opinion 1995-09. I am of the opinion that it would be detrimental to the best interest of the City as my client to allow public access to any

Mayor Craft
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meeting in which my comments and opinions are sought by the Council on the legal ramifications and legal options in question. As part of my professional responsibility to the City I must insist that any such meeting be conducted as an executive session as permitted under Section 7(a)(3) of the Open Meetings Act.

As provided in the Open Meetings Act, if any deliberation begins among the members of the Council regarding what Council action to take based on the advice of counsel, the executive session shall be concluded and the deliberation shall be conducted in the open portion of the meeting or deliberation shall cease.

Please let me know if you need any clarification of the foregoing.

Very truly yours,



Donald J. Stewart